COMMERCIAL METALS CO

Form 4

November 19, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * OWEN DOROTHY G

2. Issuer Name and Ticker or Trading

Symbol

COMMERCIAL METALS CO [CMC]

Issuer

below)

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

_X__ Director 10% Owner Officer (give title _ Other (specify

5. Relationship of Reporting Person(s) to

5000 WITTERING DRIVE 11/16/2007

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

COLUMBIA, SC 29206

| (City) | (State) | (Zip) Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------|----------------------------------------------------------------------|-------|-----------------------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------------|----------|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | or | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 11/16/2007 | | S | 500 | D | \$ 29.08 | 393,082 | I | by LLC |
| Common Stock | 11/16/2007 | | S | 900 | D | \$ 29.07 | 392,182 | I | by LLC |
| Common Stock | 11/16/2007 | | S | 500 | D | \$ 29.05 | 391,682 | I | by LLC |
| Common Stock | 11/16/2007 | | S | 619 | D | \$ 29.04 | 391,063 | I | by LLC |
| Common Stock | 11/16/2007 | | S | 100 | D | \$ 29.03 | 390,963 | I | by LLC |

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| Common Stock | 11/16/2007 | S | 600 | D | \$ 29.02 | 390,363 | I | by LLC |
|-----------------|------------|---|-------|---|-------------|---------|---|--------|
| Common Stock | 11/16/2007 | S | 1,100 | D | \$ 29.01 | 389,263 | I | by LLC |
| Common Stock | 11/16/2007 | S | 400 | D | \$ 29 | 388,863 | I | by LLC |
| Common Stock | 11/16/2007 | S | 881 | D | \$ 28.99 | 387,982 | I | by LLC |
| Common Stock | 11/16/2007 | S | 400 | D | \$ 28.97 | 387,582 | I | by LLC |
| Common Stock | | | | | | 579,939 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|----------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | orNumber | Expiration Da | ate | Amou | nt of | Derivative | į |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ities | (Instr. 5) | į |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | • |
| | Security | | | | Acquired | | | | | |] |
| | | | | | (A) or | | | | | |] |
| | | | | | Disposed | | | | | | 1 |
| | | | | | of (D) | | | | | | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | or | | |
| | | | | | | Date | Expiration | Title | Number | | |
| | | | | | | Exercisable | Date | 11110 | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |
| | | | | Code v | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| OWEN DOROTHY G 5000 WITTERING DRIVE COLUMBIA, SC 29206 | X | | | | | | | |

Reporting Owners 2

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Signatures

By: David M. Sudbury For: Dorothy G.
Owen

11/19/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Signatures 3